



The David J. Joseph Company



September 13, 2005

RECORDATION NO. 25765-C FILED

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0006

SEP 15 '05

4-19 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Amendment No. 1 to Railroad Equipment Lease dated as of August 25, 2005 between the following parties:

Lessee: MeadWestvaco Corporation  
1011 Boulder Springs Drive  
Richmond, VA 23225

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, one hundred fifteen (115) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 1 to Railroad Equipment Lease dated August 25, 2005 related to one hundred fifteen (115) railcars bearing reporting marks WVCX 3200 – 3254, inclusive; WVCX 3700 – 3714, inclusive; and WVCX 3716 – 3760, inclusive.

Please file this agreement as a secondary document under the Recordation Number 25765-A as it relates to documents previously filed with the Surface Transportation Board under Recordation Number 25765. The amount of \$33.00 for the filing fees for this document is included on the enclosed check no. 574517. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

The David J. Joseph Company

Julie M. Woodard  
Documentation Coordinator

Enclosures

Rail Equipment Group

300 Pike Street  
Cincinnati, OH 45202-4214  
Phone (513) 419-6200  
Fax (513) 419-6221

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**MEMORANDUM OF  
AMENDMENT NO. 1 TO  
RAILROAD EQUIPMENT LEASE**

**SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF AMENDMENT NO. 1 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 1") entered into this 25<sup>th</sup> day of August, 2005, is intended to evidence the amendment dated as of August 25, 2005 (the "Amendment No. 1"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **MEADWESTVACO CORPORATION**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the one hundred fifteen (115) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**FURTHER**, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on August 10, 2005 with Recordation No. 25765. This Memorandum of Lease Amendment No. 1 should receive Recordation No. 25765-A.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 1 on the date indicated below its signature.

**THE DAVID J. JOSEPH COMPANY**

By: 

Name: Everett N. Martin

Title: Asst. Secretary

**MEADWESTVACO CORPORATION**

By: 

Name: John Purcell

Title: Transportation Director

STATE OF OHIO

COUNTY OF HAMILTON

)  
) SS:  
)

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of September, 2005, by Everett N. Martin, the Asst. Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public

My Commission expires:

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

STATE OF Virginia  
City  
COUNTY OF Richmond

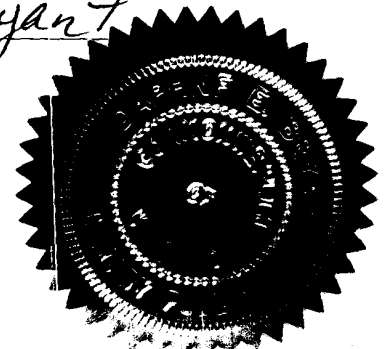
)  
) SS:  
)

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of August, 2005, by John Purcell, the Director of Transportation, a Delaware corporation, on behalf of the corporation.

Daphne E. Bryant  
Notary Public

My Commission expires:

October 31, 2007



## **EXHIBIT A**

To the Memorandum of Amendment No. 1 dated August 25 2005, between The David J. Joseph Company and MeadWestvaco Corporation.

### **DESCRIPTION OF UNITS**

One hundred fifteen (115) railcars bearing reporting marks:

WVCX 3200 – WVCX 3254, inclusive

and

WVCX 3700 – WVCX 3714, inclusive

and

WVCX 3716 – WVCX 3760, inclusive